

# **Exhibit 6**

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

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SCANSOFT, INC.,

Plaintiff,

v.

C.A. No. 04-10353-PBS

VOICE SIGNAL

TECHNOLOGIES, INC.,

LAURENCE S. GILLICK,

ROBERT S. ROTH,

JONATHAN P. YAMRON,

and MANFRED G. GRABHERR,

Defendants.

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DEPOSITION OF PETER J. FOSTER, a witness called  
by and on behalf of the Defendants, taken pursuant to  
the applicable provisions of the Federal Rules of  
Civil Procedure, before Dana Ulrich Welch, CSR,  
Registered Professional Reporter, and Notary Public,  
in and for the Commonwealth of Massachusetts, at the  
offices of Choate, Hall & Stewart, 53 State Street,  
Boston, Massachusetts, commencing at 10:13 a.m.  
Job No.: 2196

<div>Page 2</div> <div>1 APPEARANCES: 2 For the Defendants: 3 CHOATE, HALL &amp; STEWART, P.C. 4 Exchange Place 5 53 State Street 6 Boston, Massachusetts 02109 7 (617) 248-5000 8 By: Sarah Chapin Columbia, Esq. 9 And: Paul E. Bonanno, Esq. 10 11 For the Plaintiff: 12 13 BROMBERG SUNSTEIN, LLP 14 125 Summer Street 15 Boston, Massachusetts 02110-1618 16 (617) 443-9292 17 By: Robert M. Asher, Esq. 18 And: Jack C. Schecter, Esq. 19 20 21 22 23 24</div>	<div>Page 4</div> <div>1 PROCEEDINGS 2 (The Texas driver's license number as 3 identification of the deponent was noted for the 4 record.) 5 WHEREUPON, 6 PETER J. FOSTER, 7 having duly sworn or affirmed that his testimony 8 would be the truth, the whole truth, and nothing but 9 the truth, testified as follows: 10 DIRECT EXAMINATION 11 BY MS. COLUMBIA: 12 Q. Good morning, Mr. Foster. My name is Sarah 13 Columbia. I'm here with my colleague, Paul Bonanno. 14 We represent Voice Systems Technology in a lawsuit 15 between Voice Systems Technologies and ScanSoft. 16 Are you familiar generally with that lawsuit or the 17 fact of that lawsuit? 18 A. Fact of that lawsuit. 19 Q. Have you ever had your deposition taken 20 before, sir? 21 A. Yes. 22 Q. Was it in a commercial litigation context; 23 that is, a lawsuit between businesses or some other 24 context?</div>
<div>Page 3</div> <div>1 INDEX 2 3 WITNESS: PETER J. FOSTER PAGE NO. 4 5 By Ms. Columbia 4 6 7 Certificate of the Reporter 148 8 9 EXHIBITS 10 NO. DESCRIPTION PAGE NO. 11 12 1 - Patent No. 5,297,183 18 13 2 - Patent No. 5,659,597 18 14 3 - Patent No. 6,501,966 B1 18 15 4 - Patent No. 6,157,848 18 16 5 - Uniden Voice Dial Operating Guide 44 17 6 - Dr. Helms Article Speech Tech '86 57 18 7 - Amendment to License Agreement 19 with Cover Letter 1/13/05 88 20 8 - Subpoena 89 21 9 - 5/28/04 Letter re: Assignment Document 102 22 10 - VCS Article 9/15/98 113 23 24</div>	<div>Page 5</div> <div>1 A. Yes. 2 Q. And you're probably very familiar with the 3 proceedings today. But let me just say that I'm 4 going to ask you a series of questions. I'd like 5 you to do your best to answer them. 6 If at any time you don't understand what 7 I've asked you, please ask me to rephrase it or to 8 repeat the question. The court reporter would also 9 be happy to repeat the question for you if you 10 haven't heard the whole question. 11 Similarly, if for whatever reason you need 12 to take a break during the course of the day, feel 13 free to do that. 14 I will assume, if you don't ask me to 15 explain the question or repeat the question or to 16 rephrase the question, that you have understood the 17 question. So please try your best to let me know if 18 you're having trouble understanding the questions or 19 hearing them. Is that okay? 20 A. Sure. 21 Q. Okay. Just to get us started, Mr. Foster, 22 would you tell me where you're presently living and 23 working? 24 A. Living in Dallas, Texas and working in</div>

2 (Pages 2 to 5)

<p style="text-align: right;">Page 26</p> <p>1 there's this continuum of what we're doing.  2 But it centers around the inventions that  3 we made that went into the McCaw cellular voice  4 dialing system; that was the trigger that caused us  5 to say, well, this stuff is now getting out. That  6 was a commercial product, you know, something that  7 the average person I think would think is  8 commercial. We sold it. They put it into general  9 use among their wireless customers in Dallas, Texas.  10 Q. Okay.  11 A. So we, you know, we thought we'd patent it.  12 We went back and looked at any number of inventions  13 that we had, figured out the ones that were possible  14 or let's say, the aspects of this that were possible  15 to protect with patent, with a patent law and dealt  16 with those in these patents. And the core of it is,  17 you know, voice dialing in this wireless  18 environment.  19 Q. Okay. And the patent counsel that you  20 referred to, was that Mr. Judson at the time?  21 A. David Judson, yes.  22 Q. Putting aside -- we'll get back to the  23 materials you've collected up for your patent  24 counsel. So putting those aside and focusing</p>	<p style="text-align: right;">Page 28</p> <p>1 A. Ultimately, yes.  2 Q. Okay. Was there any process at Voice  3 Control Systems at the time that would have -- that  4 would be in a document sort of, you know, setting  5 out, here's the market, here's our strategy, please  6 approve putting, you know, X-amount of resources  7 over the next two years into this?  8 A. Well --  9 Q. Anything like that that I might look for?  10 A. I don't think so. We were, you know, a  11 small company. We had fairly regular weekly  12 meetings where we discussed allocation of resources,  13 but it wasn't real hard because there was only a  14 handful of us. And when you take the sales people  15 out of it --  16 Q. It's a small handful?  17 A. -- there were even fewer. It's kind of  18 like what are you doing today. My style is/was,  19 consensus building and we wouldn't have -- we had no  20 marketing person. So it truly was boot strap. And  21 we wouldn't have embarked on it had we not had  22 unanimity of belief that that was a good market for  23 the company. It was not sufficient for me to say  24 let's do it.</p>
<p style="text-align: right;">Page 27</p> <p>1 instead on the collaborative work that you did in  2 advance of that to develop the invention itself,  3 were there lab notebooks or meeting notes or  4 engineering notes or anything of that sort created  5 contemporaneous with that work?  6 A. You know, I just don't remember. I didn't.  7 But my personality is such that I don't like to  8 write a lot of stuff down. I'm more of a sales guy,  9 in that aspect of things. So I don't remember any.  10 Q. Okay.  11 A. And I know I didn't do anything, for sure.  12 Q. Okay. One of the things you said when I  13 asked what your role was in the development of the  14 inventions that are described in this family of  15 patents was that you -- I'm trying to think how you  16 said it. So I may not use the right words, but that  17 you were responsible for sort of seeing this market  18 opportunity or seeing it as a market that Voice  19 Control Systems wanted to try to be in. Is that  20 fair?  21 A. Yes.  22 Q. And I take it from your earlier testimony,  23 you would have been the guy who approved putting  24 resources into developing this technology, correct?</p>	<p style="text-align: right;">Page 29</p> <p>1 Q. Okay.  2 A. At least that's not the way it was run.  3 Q. Okay.  4 A. But I don't remember even if we took notes  5 at those meetings. I know I wouldn't have.  6 Q. Did the company have an e-mail system at  7 the time?  8 A. Kind of. This was before e-mail, these  9 days -- well, no, no, not -- okay.  10 Q. Before modern e-mail?  11 A. That's right.  12 Q. Yes.  13 A. We had a local sort of system that was DEC  14 mail or something like that.  15 Q. On the Vox (sic) box?  16 A. Yeah. So was it e-mail, boy, that's a  17 stretch.  18 Q. Okay.  19 A. VAX.  20 Q. VAX, not Vox. Yeah.  21 Okay. When you got to the company, were  22 their sales people? I hate to call it a sales force  23 in a 17 person company, but did the company have  24 dedicated sales people at that time?</p>

<p style="text-align: right;">Page 30</p> <p>1 A. I think it was just myself and Gene Helms, 2 Dr. Helms. And we, you know, Helms was — his title 3 was not sales. But, you know, where you're selling 4 engineering services, the best people to sell them 5 are the engineers. I don't think we had anybody 6 that carried a title of salesman at that time. 7 Q. Okay. As you, I think you called it 8 broadened your horizons as a company to include 9 product development as well as the offering of 10 custom services, did you somewhere in that 11 development bring on sales people, you know, product 12 sales type people? 13 A. Yes. 14 Q. When did you hire your first sales people? 15 A. Boy, I don't remember. 16 Q. Do you remember who they were, who your 17 first sales hire was? 18 A. No. 19 THE DEPONENT: Can I just make one joke? 20 MR. ASHER: No. 21 BY MS. COLUMBIA: 22 Q. It's okay with me. Did he tell you not to 23 make jokes? 24 A. No.</p>	<p style="text-align: right;">Page 32</p> <p>1 A. No. 2 Q. Do you know where he went after he left 3 Voice Control Systems? 4 A. I don't remember. 5 Q. When were you last in touch with him; have 6 you been in touch with him since he left? 7 A. Yes. But it was soon thereafter. 8 Q. I asked you some questions about what 9 documents there might be, lab notebooks and so 10 forth. And I understand that you don't recall 11 whether there were any. If there were any, where 12 would they have ended up after the Philips 13 transaction; do you know? 14 A. No. 15 Q. Let's talk about the Philips transaction a 16 little bit. That transaction took place in 1999? 17 A. I think that's right. 18 Q. Did I understand you earlier to say that as 19 a result of that, you had some employment 20 relationship with Philips for a period of time after 21 Philips bought Voice Control Systems? 22 A. Yes. 23 Q. What was your employment relationship with 24 Philips after Philips bought Voice Control Systems?</p>
<p style="text-align: right;">Page 31</p> <p>1 Q. You mentioned Dr. Helms; what was his role 2 at Voice Control Systems in the late 1980s? 3 A. I'm pausing because I can't even remember 4 when Gene left the company. But I think he was 5 there in the late '80s. From the time I got there, 6 I had Gene move out of, I think his title was 7 product development or something like that, into a 8 sales and marketing type role. Gene was very good, 9 very credible and, you know, had as much experience 10 as anyone else in the company in speech recognition. 11 Q. Okay. 12 A. He had some projects in which he was 13 technically involved, but primarily I had him as our 14 sales person, probably our best one. 15 Q. Okay. So I may have asked you the wrong 16 question before. I asked you who your first hire 17 was. Is it fairer to say that what you really did 18 was move Dr. Helms into a more sales oriented 19 position as you moved into the area of more sales 20 products? 21 A. That was certainly my intention. Gene 22 didn't go willingly. But he was real good. 23 Q. Do you know where he is today, either where 24 he's living or working?</p>	<p style="text-align: right;">Page 33</p> <p>1 A. I had several roles. One was the 2 development organization reported to me, which 3 consisted of the U.S. development organization and 4 the European — well, world-wide development. I was 5 the general manager of the Americas. I sat on the 6 board of management; that's what I remember. 7 Q. And my question may not have been clear. 8 But the answers you just gave relate to the Philips 9 Speech Recognition Systems entity or to Philips NV, 10 the big organization? 11 A. No. This was Philips Speech Processing. 12 And I have — it's a very complex corporate. I'm 13 speaking in a non-technical sense, because somehow 14 there's Phillip North America and blah, blah, blah, 15 blah. But if you took the corporate shells out, so 16 to speak — 17 Q. Yeah. 18 A. — and you looked at it as a business unit 19 rather than a corporation. 20 Q. A legal unit? 21 A. Yeah. That was the context of my answers. 22 Q. Okay. And I presume some chunk of the 23 Philips Speech Processing unit was the same guys in 24 Dallas who had been Voice Control Systems employees,</p>

<p style="text-align: right;">Page 34</p> <p>1 correct?</p> <p>2 A. Yes.</p> <p>3 Q. Did Philips have additional speech</p> <p>4 recognition employees in the Dallas area that were</p> <p>5 merged in with those guys?</p> <p>6 A. No.</p> <p>7 Q. And where else did Philips have speech</p> <p>8 recognition employees, if you will, or pieces of</p> <p>9 that business?</p> <p>10 A. World-wide.</p> <p>11 Q. Okay. So after the Philips acquisition,</p> <p>12 the Philips speech recognition business had</p> <p>13 facilities world-wide?</p> <p>14 A. That's correct.</p> <p>15 Q. Okay. Do you know -- strike that. And</p> <p>16 you're aware I take it, that since Philips acquired</p> <p>17 Voice Control Systems, the speech recognition</p> <p>18 business of Philips, or at least some part of it,</p> <p>19 has been acquired by ScanSoft?</p> <p>20 A. I know there was some transaction, but</p> <p>21 that's all.</p> <p>22 Q. Okay. Do you know whether the unit of</p> <p>23 people that worked for Voice Control Systems and</p> <p>24 then Philips, do you know whether those are the</p>	<p style="text-align: right;">Page 36</p> <p>1 voice recognition for mobile or cellar</p> <p>2 communications was a market that voice recognition</p> <p>3 systems was interested in pursuing, did you create</p> <p>4 for yourself, mentally or physically, a list of</p> <p>5 potential customers for that technology?</p> <p>6 A. Yes.</p> <p>7 Q. First of all, do you recall, was it a list</p> <p>8 on paper or was it a list in Mr. Foster's head?</p> <p>9 A. It was a list in my head.</p> <p>10 Q. Okay. Tell me as you sat back at the</p> <p>11 beginning, looking out at this market and how</p> <p>12 attractive it was, what were you -- what was the</p> <p>13 strategy in terms of the companies that were likely</p> <p>14 going to be customers for what you were developing?</p> <p>15 A. Start with the ones in Dallas.</p> <p>16 Q. Okay. I guess either by name or by type of</p> <p>17 company, who were the targets; was it the cellular</p> <p>18 companies or the phone companies?</p> <p>19 A. Both. And the providers thereto. Nortel,</p> <p>20 McCaw Cellular. Oki Telecom.</p> <p>21 Q. Is that O-K-E?</p> <p>22 A. O-K-I.</p> <p>23 Q. What did they do or what do they do, Oki</p> <p>24 Telephone?</p>
<p style="text-align: right;">Page 35</p> <p>1 same, some of them are now the ScanSoft voice</p> <p>2 recognition people in the Dallas area?</p> <p>3 A. I know one or two.</p> <p>4 Q. Okay. Who do you know who is still there,</p> <p>5 who's now with ScanSoft from the Voice Control days?</p> <p>6 A. Fadi Kaaki.</p> <p>7 Q. Anyone else?</p> <p>8 A. They closed the Dallas office last year.</p> <p>9 Q. Okay.</p> <p>10 A. I mean the big office.</p> <p>11 Q. And is Fadi Kaaki a man or woman?</p> <p>12 A. It's a man.</p> <p>13 Q. Mr. Kaaki, for how long was he with Voice</p> <p>14 Control Systems before Philips, et cetera?</p> <p>15 A. Quite a while. But I don't remember when</p> <p>16 he started. After me.</p> <p>17 Q. In the late '80s sometime?</p> <p>18 A. I don't know.</p> <p>19 Q. Okay. I may have asked you this, but are</p> <p>20 you aware of anyone else from the Voice Control days</p> <p>21 who is now at ScanSoft in their voice recognition</p> <p>22 business?</p> <p>23 A. I really don't.</p> <p>24 Q. When you looked out and decided that the</p>	<p style="text-align: right;">Page 37</p> <p>1 A. They're actually a big Japanese supplier of</p> <p>2 telecommunications and copiers, everything else in</p> <p>3 the world, computers; they're one of these Japanese</p> <p>4 conglomerates that's targeted in electronics.</p> <p>5 Q. Equipment?</p> <p>6 A. Oh, yeah. They're not a service provider.</p> <p>7 Q. Who else?</p> <p>8 A. Uniden, Nokia, Motorola. I forget the name</p> <p>9 then, but it was Southwestern Bell's cellular</p> <p>10 service provider, I think it was called Cell One</p> <p>11 then.</p> <p>12 Q. Could it be MetroCell?</p> <p>13 A. MetroCell was McCaw.</p> <p>14 Q. MetroCell was McCaw?</p> <p>15 A. Yeah. So the other one. There were two at</p> <p>16 the time and I don't remember what the other one was</p> <p>17 called. But it was a Southwestern Bell entity.</p> <p>18 There was one bell and one non-bell in every market.</p> <p>19 Q. Okay. Who else?</p> <p>20 A. Those are the ones I remember.</p> <p>21 Q. As you sat back at the beginning</p> <p>22 strategizing on this market and how to break into</p> <p>23 this market or approach this market, what was the</p> <p>24 strategy?</p>

10 (Pages 34 to 37)



<p style="text-align: right;">Page 138</p> <p>1 -- had number dialing, meaning digits. It had  2 numeric memories, but I don't remember if it had  3 words like "home." I mean it would be stupid, yeah,  4 let's call ourselves. You know, it might have,  5 might not have; I just don't remember.  6 Q. Interesting. I was just about to ask you  7 whether there was some Southwest Bell product that  8 did have a dial or key pad?  9 A. It was a different division of Southwestern  10 Bell. I don't know the exact relationship, but it  11 really wasn't Southwestern Bell. It was sort of a  12 partner who Southwestern Bell let use the brand.  13 But they were out of Indianapolis and they were  14 pretty independent, very independent.  15 Q. Okay. Turning ahead to 1999 and the  16 Philips acquisition, it appears to me, and you can  17 check this on the patents, that as part of that  18 acquisition, a Philips lawyer took over prosecution  19 of the family of patents that we've talked about.  20 Do you recall that?  21 A. Yeah.  22 Q. Okay. And the new lawyer's name was --  23 well, I guess there was a couple of them. But the  24 one listed on the patents is Daniel Piotrowski.</p>	<p style="text-align: right;">Page 140</p> <p>1 Q. Okay. After you left Philips -- why did  2 you leave Philips, actually?  3 A. They wanted me to move to Europe. They  4 offered me a position as general manager of the  5 whole division, of two-thirds of Philips Speech.  6 And unfortunately, it was based in Aachen, Germany  7 and my family was not ready to do that at that time.  8 Q. And remind me, sorry, what time of year in  9 2000 you left, roughly?  10 A. I think it was the very end of the year,  11 like December 31st. I told them either A or B,  12 because we had talked about it for quite a while.  13 But --  14 Q. Okay. Since leaving Philips at the end of  15 2000, have you had any interaction with the Philips,  16 Philips patent attorney regarding this family of  17 patents?  18 A. No.  19 MS. COLUMBIA: Take a five-minute break.  20 (Proceedings interrupted at 3:10 p.m. and  21 reconvened at 3:17 p.m.)  22 BY MS. COLUMBIA:  23 Q. Just a couple of additional things, Mr.  24 Foster. I asked you earlier this morning, I think I</p>
<p style="text-align: right;">Page 139</p> <p>1 A. Piotrowski.  2 Q. Piotrowski. During the time after the  3 Philips acquisition, while you were still employed  4 by Philips Speech, did you have any involvement with  5 the Philips patent attorney in the prosecution of  6 the patents related to this family?  7 A. Yes.  8 Q. Okay. What was your interaction; what was  9 your responsibility?  10 A. Generally speaking?  11 MR. ASHER: Yeah. You can answer, but I'll  12 warn you again not to reveal attorney/client --  13 THE DEPONENT: First of all, we had to  14 explain it to them. Second of all, we had to  15 give them a copy, because Philips is a big  16 organization.  17 BY MS. COLUMBIA:  18 Q. Yeah.  19 A. There were pending cases that we had to  20 brief them on and there was new material to file,  21 you know, that Judson would have gotten around to  22 sooner or later. But there was no reason for  23 outside patent counsel since it was inside of  24 Philips and since we were paying for it anyway.</p>	<p style="text-align: right;">Page 141</p> <p>1 was talking about a specific development  2 agreement -- I think the one with Brite Voice, but  3 I'm not sure -- if you really wanted to find that,  4 where would you look. And I believe you said at the  5 end of the VCS time period, you'd look in the CFO's  6 office.  7 A. Yeah.  8 Q. Is that true -- you testified with respect  9 to lot of things, that there would be development  10 agreements, license agreements and so forth. As of  11 the time you departed Philips Speech, where would  12 you have gone if you needed to pull out one of those  13 agreements and remind yourself what it said?  14 A. Yeah. She was the keeper of all the legal  15 documents.  16 Q. Did the CFO of Voice Control stay on in  17 some capacity in the Philips organization?  18 A. Yes.  19 Q. Was she CFO of that business division?  20 A. Well, of U.S., of our U.S. business unit.  21 Q. What was her name?  22 A. Kim Terry.  23 Q. Do you know whether she stayed on then  24 through the Philips time into the ScanSoft era?</p>

<p style="text-align: right;">Page 142</p> <p>1 A. No. She left about a month after I did.</p> <p>2 Q. Do you know who replaced her?</p> <p>3 A. No.</p> <p>4 Q. We also talked a little bit at the very</p> <p>5 beginning of the day about development documents. I</p> <p>6 asked you about lab books and all of that. To the</p> <p>7 extent that stuff existed out of Dr. Schalk's lab or</p> <p>8 Mr. Bareis' work, where was the repository for that?</p> <p>9 A. On the VAX.</p> <p>10 Q. On the VAX?</p> <p>11 A. Yeah. No, I mean, it was the whole</p> <p>12 environment.</p> <p>13 Q. Okay. Do you know, when did you switch</p> <p>14 over from the VAX to a more modern system?</p> <p>15 A. You know, it's sort of like when did you</p> <p>16 change from a Mac to a computer. They hung onto</p> <p>17 that damn thing for much -- well --</p> <p>18 Q. Longer than they should.</p> <p>19 A. I could have bought five offices worth of</p> <p>20 Microsoft or Apple-based stuff for just what the</p> <p>21 maintenance agreements were costing us on that</p> <p>22 thing, and there were three of them. I don't know.</p> <p>23 Tom would probably know. I don't know.</p> <p>24 Q. Okay. But that was the only repository for</p>	<p style="text-align: right;">Page 144</p> <p>1 Q. You mentioned -- I think you mentioned that</p> <p>2 to your knowledge ScanSoft closed the Dallas</p> <p>3 office --</p> <p>4 A. Yeah.</p> <p>5 Q. -- sometime in the last year. Do you know</p> <p>6 when that happened, roughly?</p> <p>7 A. A year ago December. I mean, stages. But</p> <p>8 I think they finally, whoever was left finally</p> <p>9 turned the lights out the end of '03.</p> <p>10 Q. Okay. Do you keep in touch with Dr. Schalk</p> <p>11 or Mr. Bareis?</p> <p>12 A. Probably not as much as I should. I</p> <p>13 haven't talked to Tom in a year and a half probably.</p> <p>14 Q. Have you talked to him at all since this</p> <p>15 lawsuit came up or any of the issues around it?</p> <p>16 A. Not the issues around it. I can't remember</p> <p>17 if I talked to him. I don't even know when the</p> <p>18 thing was filed.</p> <p>19 Q. About this time last year.</p> <p>20 A. No, I haven't talked to him since then that</p> <p>21 I recall.</p> <p>22 Q. How about Mr. Bareis?</p> <p>23 A. I talk to him occasionally. He called me</p> <p>24 up to ask me some things, just about the business</p>
<p style="text-align: right;">Page 143</p> <p>1 sort of development stuff?</p> <p>2 A. Yeah. They were all into that stuff. You</p> <p>3 know, the technical, they were all (indicating).</p> <p>4 Q. Yeah. Okay. How about, you told me about</p> <p>5 the sort of sales stuff and I think you told me it</p> <p>6 was whatever was current, we tried to keep it</p> <p>7 current on the shelf.</p> <p>8 A. Right.</p> <p>9 Q. Was there any repository for publications</p> <p>10 or historical -- history not being very long in this</p> <p>11 case, but a place where that kind of stuff was kept</p> <p>12 or a person who tried to keep track of that?</p> <p>13 A. Well, either individually, on the VAX</p> <p>14 everybody had their own directories, or Kim. But</p> <p>15 more likely -- there was no marketing person to, you</p> <p>16 know, kind of pull together and keep it,</p> <p>17 historically. Some of the articles, you know, were</p> <p>18 stuck up there on that mailbox system to give out to</p> <p>19 customers.</p> <p>20 Q. Okay.</p> <p>21 A. But we didn't have -- we just weren't big</p> <p>22 enough to have any kind of central filing system.</p> <p>23 Q. Okay.</p> <p>24 A. Or even a distributed one.</p>	<p style="text-align: right;">Page 145</p> <p>1 side of it, you know, do I have to do it, that kind</p> <p>2 of stuff. And I see him socially occasionally, two</p> <p>3 or three times a year.</p> <p>4 Q. Have you had any conversations with him</p> <p>5 about the lawsuit or the merits of the lawsuit or</p> <p>6 the patents?</p> <p>7 A. He -- yeah, but very peripherally. Let me</p> <p>8 take that back. It was more about if he was coming</p> <p>9 to Boston. We did not talk about any of the issues.</p> <p>10 Q. Okay. How about any of the other sort of</p> <p>11 former Voice Control people. Have you had any</p> <p>12 conversations with them in the last year or so about</p> <p>13 the litigation or the merits or the patent?</p> <p>14 A. Not the merits. The patents. Kim Terry</p> <p>15 and I talk occasionally about the -- it's a valuable</p> <p>16 asset, the set of patents is a valuable asset. But</p> <p>17 not about this. I mean, she knows I'm up here.</p> <p>18 Q. Anybody else?</p> <p>19 A. No. I mean, I got a phone call once from</p> <p>20 Walt Teschner -- in fact, that might be how I found</p> <p>21 out about it -- who runs an industry trade</p> <p>22 publication. But he was just hey, what do you</p> <p>23 think, you know. And I didn't know anything about</p> <p>24 it.</p>



# **Exhibit 7**

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

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SCANSOFT, INC.,

Plaintiff,

v.

C.A. No. 04-10353-PBS

VOICE SIGNAL

TECHNOLOGIES, INC.,

LAURENCE S. GILLICK,

ROBERT S. ROTH,

JONATHAN P. YAMRON,

and MANFRED G. GRABHERR,

Defendants.

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Job No.: 2458

DEPOSITION OF MICHAEL PHILLIPS, a witness  
called by and on behalf of the Defendants, taken  
pursuant to the applicable provisions of the Federal  
Rules of Civil Procedure, before Dana Welch, CSR,  
Registered Professional Reporter, and Notary Public,  
in and for the Commonwealth of Massachusetts, at the  
offices of Choate, Hall & Stewart, 53 State Street,  
Boston, Massachusetts, on Tuesday, February 8, 2005,  
commencing at 10:36 a.m.

<p style="text-align: right;">Page 2</p> <p>1 APPEARANCES:  2 For the Defendants:  3 CHOATE, HALL &amp; STEWART, P.C.  4 Exchange Place  5 53 State Street  6 Boston, Massachusetts 02109  7 (617) 248-5000  8 By: Robert S. Frank Jr., Esq.  9  10 For the Plaintiff:  11 BROMBERG &amp; SUNSTEIN, LLP  12 125 Summer Street, 11th Floor  13 Boston, Massachusetts 02110-1618  14 (617) 443-9292  15 By: Robert M. Asher, Esq.  16 And: Jack C. Schecter, Esq.  17  18  19  20  21  22  23  24</p>	<p style="text-align: right;">Page 4</p> <p>1 (Exhibit No. 1 marked for  2 identification.)  3 PROCEEDINGS  4 (The Massachusetts driver's license  5 number as identification of the deponent  6 was noted for the record.)  7 WHEREUPON,  8 MICHAEL PHILLIPS,  9 having duly sworn or affirmed that his  10 testimony would be the truth, the whole truth,  11 and nothing but the truth, testified as  12 follows:  13 DIRECT EXAMINATION  14 BY MR. FRANK:  15 Q. Good morning, sir. Would you state  16 your name for the record, please.  17 A. Michael Phillips.  18 Q. Where do you live, Mr. Phillips?  19 A. In Belmont, Massachusetts.  20 Q. Street address, please?  21 A. 39 Howells Road, in Belmont.  22 Q. Are you presently employed?  23 A. Yes.  24 Q. By whom are you employed?</p>
<p style="text-align: right;">Page 3</p> <p>1 INDEX  2  3 WITNESS: MICHAEL PHILLIPS PAGE NO.  4  5 By Mr. Frank 4  6  7 Certificate of the Reporter 158  8  9 EXHIBITS  10  11 NO. DESCRIPTION PAGE NO.  12 (Exhibits attached to transcript.)  13 1 Notice of Deposition 4  14 2 Schalk Article 58  15 3 Uniden Operating Guide 67  16 4 Machine Design Article 94  17 5 U.S. Patent 5,182,765 107  18  19  20  21  22  23  24</p>	<p style="text-align: right;">Page 5</p> <p>1 A. ScanSoft.  2 Q. What is your position with ScanSoft?  3 A. Chief technology officer.  4 Q. How long have you held that position?  5 A. Since August 2003.  6 Q. And what are your duties as chief  7 technology officer of ScanSoft?  8 A. Overlooking technology development  9 within the company.  10 Q. Would you take just a moment and tell  11 us your educational background, beginning with  12 college?  13 A. Bachelor of science from Carnegie  14 Mellon University.  15 Q. When?  16 A. Graduated in 1982.  17 Q. Graduate degrees?  18 A. No.  19 Q. Any formal education after college?  20 A. Some master's program at MIT, but I did  21 not complete that.  22 Q. After you graduated from Carnegie  23 Mellon, what did you do?  24 A. I worked at a company called Scott</p>

2 (Pages 2 to 5)

Page 30

1 to answer that question.

2 BY MR. FRANK:

3 Q. Let me ask, sir, was the document to

4 which you referenced prepared in anticipation

5 of this lawsuit?

6 A. I don't recall the origin of the

7 document.

8 Q. Was it prepared prior to the

9 commencement of this lawsuit?

10 A. Yes.

11 Q. How long prior to the commencement of

12 this lawsuit was it prepared?

13 A. I don't recall precisely.

14 Q. Okay. Is it fair to describe the

15 document as an analysis, among other things, of

16 the question whether the -- whether one or more

17 products of Voice Signal Technologies infringed

18 the '966 patent? Yes or no?

19 A. Yes.

20 Q. Okay. And is it fair, does the

21 document also contain an analysis of the

22 validity of the claims of the '966 patent as

23 construed by counsel? Yes or no?

24 A. Yes.

Page 31

1 Q. Okay. And was that analysis relied

2 upon in some way by ScanSoft in determining

3 whether to sue Voice Signal Technologies?

4 A. Yes.

5 MR. FRANK: I will ask that the

6 analysis be produced.

7 MR. ASHER: I'll take it under

8 advisement. But we'd ask that you submit

9 any request for documents to us in writing

10 and we'll respond appropriately.

11 BY MR. FRANK:

12 Q. You have the '966 patent in front of

13 you, sir?

14 A. Yes.

15 Q. Let me direct your attention, if I

16 could, to claim one of that document.

17 MR. FRANK: And I have made an error.

18 Let's go off the record.

19 (Off-the-record discussion held.)

20 (Proceedings briefly interrupted.)

21 MR. FRANK: The record should show that

22 I mistakenly handed Mr. Phillips a copy of

23 the '966 patent without columns 11 through

24 14.

Page 32

1 I've now handed him columns 11 through

2 14 so that he belatedly has the full

3 patent.

4 BY MR. FRANK:

5 Q. Let me direct your attention, if I

6 could, to column 12 of the '966 patent, and in

7 particular, to claim one, which appears

8 beginning at line 21 of column 12. I take it

9 you've studied claim one in the past?

10 A. Yes.

11 Q. What, as you understand it, is the

12 invention of claim one?

13 A. A system allowing -- within a mobile

14 telecommunications system, allowing a user to

15 either dial a telephone number by speaking a

16 telephone number or by speaking a command. And

17 this command can be attached to a key word with

18 a previously stored telephone number to allow

19 the user to dial by key word, such as "home" or

20 "office" or something like that.

21 Q. Who, as you understand it, conceived

22 that invention; who first conceived of that

23 invention?

24 A. Well, the combination of Tom Schalk,

Page 33

1 Bern Bareis and Pete Foster.

2 Q. When was that conception?

3 MR. ASHER: Objection.

4 THE DEPONENT: I'm sorry. I don't know

5 the exact date.

6 BY MR. FRANK:

7 Q. Do you know the approximate date?

8 A. In the early 1990s.

9 Q. Have you done anything to determine the

10 date of conception of the invention claimed in

11 the '966 patent?

12 A. No.

13 Q. Have you consulted any records in an

14 effort to determine when that conception took

15 place?

16 A. I did review the prosecution history,

17 which, by the way, I neglected to mention

18 before. I forgot.

19 Q. Thank you.

20 A. But I didn't look at the exact date

21 other than mentioned in the prosecution

22 history.

23 Q. Did you, apart from looking at the

24 prosecution history -- did you find in the

<p style="text-align: right;">Page 34</p> <p>1 prosecution history anything that helped you to</p> <p>2 identify the date of conception of the</p> <p>3 invention of claim one?</p> <p>4 A. I did not look for the date of</p> <p>5 conception.</p> <p>6 Q. Okay. Did you do anything else to</p> <p>7 identify or determine the date of the</p> <p>8 conception of the invention in claim one?</p> <p>9 A. No.</p> <p>10 Q. What did Mr. Schalk conceive of as</p> <p>11 distinguished from Mr. Bareis or Mr. Foster?</p> <p>12 MR. ASHER: Objection.</p> <p>13 THE DEPONENT: I don't know.</p> <p>14 BY MR. FRANK:</p> <p>15 Q. What did Mr. Foster conceive as</p> <p>16 distinguished from that which was conceived by</p> <p>17 Mr. Schalk or Mr. Bareis?</p> <p>18 MR. ASHER: Objection.</p> <p>19 BY MR. FRANK:</p> <p>20 Q. If anything?</p> <p>21 A. I don't know.</p> <p>22 Q. Same question for Mr. Bareis.</p> <p>23 MR. ASHER: Objection.</p> <p>24 THE DEPONENT: I don't know.</p>	<p style="text-align: right;">Page 36</p> <p>1 invention of claim one or any other claim in</p> <p>2 the '966 patent?</p> <p>3 A. No.</p> <p>4 Q. Who at ScanSoft is the person of whom</p> <p>5 you would make inquiry had you attempted to</p> <p>6 determine the conception date or facts relating</p> <p>7 to the conception of the invention of any of</p> <p>8 the claims of '966?</p> <p>9 A. My guess is that that knowledge does</p> <p>10 not exist within ScanSoft.</p> <p>11 Q. Did you -- well, with respect, the</p> <p>12 answer my guess is doesn't --</p> <p>13 A. Fine.</p> <p>14 Q. -- carry us far enough. I take it you</p> <p>15 have not done anything to find out whether that</p> <p>16 information exists within ScanSoft; is that</p> <p>17 correct?</p> <p>18 A. That's right.</p> <p>19 Q. Okay. Now, is there anyone within</p> <p>20 ScanSoft of whom you would make inquiry in</p> <p>21 order to determine whether your guess was</p> <p>22 factual or not?</p> <p>23 A. Richard Wong.</p> <p>24 Q. Mr. Wong is a lawyer?</p>
<p style="text-align: right;">Page 35</p> <p>1 BY MR. FRANK:</p> <p>2 Q. Okay. What was -- was the entire</p> <p>3 invention conceived of at the same time or were</p> <p>4 elements of the conception subsequent to other</p> <p>5 elements?</p> <p>6 MR. ASHER: Objection.</p> <p>7 THE DEPONENT: I don't know.</p> <p>8 BY MR. FRANK:</p> <p>9 Q. Is there any documentary evidence of</p> <p>10 which you are aware that identifies either the</p> <p>11 time of or the fact of the conception, other</p> <p>12 than the patent, itself, or the patent</p> <p>13 application, itself?</p> <p>14 A. I don't have knowledge of such</p> <p>15 documentation.</p> <p>16 Q. Have you done anything to look for that</p> <p>17 documentation?</p> <p>18 A. No, I haven't.</p> <p>19 Q. Has anyone at ScanSoft done anything to</p> <p>20 look for that documentation?</p> <p>21 A. I don't know.</p> <p>22 Q. Have you made inquiry to find out</p> <p>23 whether anyone at ScanSoft looked for</p> <p>24 documentation relating to the conception of the</p>	<p style="text-align: right;">Page 37</p> <p>1 A. Yes.</p> <p>2 Q. Is there anyone presently employed by</p> <p>3 ScanSoft who was employed by Voice Control</p> <p>4 Systems at or about the time of the conception</p> <p>5 of any invention or alleged invention claimed</p> <p>6 in the '966 patent?</p> <p>7 MR. ASHER: Objection.</p> <p>8 THE DEPONENT: Not that I know of.</p> <p>9 BY MR. FRANK:</p> <p>10 Q. Who participated in the development or</p> <p>11 reduction to practice of the -- of any</p> <p>12 invention claimed in the '966 patent?</p> <p>13 MR. ASHER: Objection.</p> <p>14 THE DEPONENT: I don't know.</p> <p>15 BY MR. FRANK:</p> <p>16 Q. Did you make any effort to determine</p> <p>17 who participated in the -- in efforts to</p> <p>18 develop or to reduce to practice any invention</p> <p>19 claimed in the '966 patent?</p> <p>20 A. No.</p> <p>21 Q. Has anyone at ScanSoft made any such</p> <p>22 effort?</p> <p>23 A. I don't know.</p> <p>24 Q. Have you done anything to determine</p>

10 (Pages 34 to 37)



<p style="text-align: right;">Page 38</p> <p>1 whether anyone at ScanSoft has made any such</p> <p>2 effort?</p> <p>3 A. No.</p> <p>4 Q. Does any document exist within ScanSoft</p> <p>5 that would -- that relates to the development</p> <p>6 or reduction to practice of any invention</p> <p>7 claimed in the '966 patent?</p> <p>8 A. I don't know.</p> <p>9 Q. Have you done anything to determine</p> <p>10 whether any document, either paper document or</p> <p>11 electronic document, exists that relates to the</p> <p>12 development or reduction to practice of any</p> <p>13 invention claimed in the '966 patent?</p> <p>14 A. No.</p> <p>15 Q. What was the first -- of whom would you</p> <p>16 make inquiry to determine whether any such</p> <p>17 document exists?</p> <p>18 A. Richard Wong.</p> <p>19 Q. Were documents relating to the</p> <p>20 conception or reduction to practice of the</p> <p>21 inventions claimed in the '966 patent destroyed</p> <p>22 by ScanSoft at any time after the Philips'</p> <p>23 transaction?</p> <p>24 A. I don't know.</p>	<p style="text-align: right;">Page 40</p> <p>1 question?</p> <p>2 (The two preceding questions were read</p> <p>3 by the stenographer.)</p> <p>4 THE DEPONENT: So John O'Toole, the</p> <p>5 attorney, internal lawyer, who was doing</p> <p>6 the document discovery, when he sent an</p> <p>7 e-mail out to the set of people for which</p> <p>8 he was looking for documents, he included</p> <p>9 in that e-mail the fact that they need to</p> <p>10 produce all documents and need to be very</p> <p>11 careful not to destroy any documents.</p> <p>12 BY MR. FRANK:</p> <p>13 Q. When was that message sent?</p> <p>14 A. I don't remember the date.</p> <p>15 Q. How long after the commencement of this</p> <p>16 action was that sent?</p> <p>17 A. It was during the document discovery.</p> <p>18 Q. Okay. At the time when ScanSoft</p> <p>19 received the legal opinion from Bromberg and</p> <p>20 Sunstein, was anything done to assure that</p> <p>21 documents relating to the conception or</p> <p>22 reduction to practice of any invention or</p> <p>23 alleged invention claimed in the '966 patent</p> <p>24 were not destroyed?</p>
<p style="text-align: right;">Page 39</p> <p>1 Q. Okay. Have you made any effort to</p> <p>2 determine whether those documents were</p> <p>3 destroyed by ScanSoft after the Philips'</p> <p>4 transaction?</p> <p>5 A. No.</p> <p>6 Q. Okay. Were any of those documents</p> <p>7 destroyed after the commencement of this</p> <p>8 action?</p> <p>9 A. No.</p> <p>10 Q. Was anything done to assure that those</p> <p>11 documents would not be destroyed?</p> <p>12 MR. ASHER: Objection.</p> <p>13 THE DEPONENT: Yes.</p> <p>14 BY MR. FRANK:</p> <p>15 Q. What was done?</p> <p>16 A. John O'Toole, who is a member of our</p> <p>17 internal legal team, has -- am I allowed to say</p> <p>18 --</p> <p>19 MR. ASHER: I'm not sure what it is</p> <p>20 you're going to say. Can I --</p> <p>21 MR. FRANK: Step out if you want.</p> <p>22 (Proceedings interrupted at 11:25 a.m.</p> <p>23 and reconvened at 11:26 a.m.)</p> <p>24 MR. FRANK: Would you repeat the</p>	<p style="text-align: right;">Page 41</p> <p>1 A. I don't know.</p> <p>2 Q. Are you aware of any such steps taken</p> <p>3 at that time?</p> <p>4 A. No, other than a general practice to</p> <p>5 not destroy documents.</p> <p>6 Q. What is the date of the Bromberg and</p> <p>7 Sunstein opinion?</p> <p>8 A. I don't know.</p> <p>9 Q. Approximately?</p> <p>10 A. I really don't remember the date.</p> <p>11 Q. Okay. What is the date that the former</p> <p>12 Voice Control Systems' office -- I think you</p> <p>13 told me the former Voice Control Systems'</p> <p>14 office was closed at the end of 2003.</p> <p>15 A. Approximately.</p> <p>16 Q. And is there a record that one could</p> <p>17 reference to determine when that office was</p> <p>18 dismantled?</p> <p>19 A. I assume so.</p> <p>20 Q. Okay. And who would have that record?</p> <p>21 A. Probably someone in our operations or</p> <p>22 facilities group.</p> <p>23 Q. And do you associate a name with that?</p> <p>24 A. Rich Palmer would know.</p>

<p style="text-align: right;">Page 42</p> <p>1 Q. So to summarize, is it fair to say that</p> <p>2 you do not know when the invention of the '966</p> <p>3 patent -- withdrawn.</p> <p>4 Is it fair to say that you do not know</p> <p>5 when the invention of claim one of the '966</p> <p>6 patent was first conceived or reduced to</p> <p>7 practice?</p> <p>8 A. Yes.</p> <p>9 Q. Yes, that is correct?</p> <p>10 A. Yes, that is correct.</p> <p>11 Q. Okay. And is it also correct that to</p> <p>12 the best of your knowledge, after reasonable</p> <p>13 inquiry, no one within ScanSoft knows when the</p> <p>14 invention was conceived or reduced to practice?</p> <p>15 A. No. I did not inquire.</p> <p>16 Q. Okay. Did you do anything to find out</p> <p>17 when the invention was conceived or reduced to</p> <p>18 practice, the invention or alleged invention of</p> <p>19 claim one?</p> <p>20 A. No.</p> <p>21 Q. Who within ScanSoft would have -- do</p> <p>22 you know whether anyone within ScanSoft has</p> <p>23 ever attempted to determine whether -- when the</p> <p>24 invention of claim one was conceived or reduced</p>	<p style="text-align: right;">Page 44</p> <p>1 Q. When was the first product that</p> <p>2 embodied -- was a product ever created which</p> <p>3 embodied the invention of claim one of the '966</p> <p>4 patent?</p> <p>5 A. I don't know.</p> <p>6 MR. FRANK: I give notice that ScanSoft</p> <p>7 will be bound by the answers that are being</p> <p>8 given by this witness. And it has certain</p> <p>9 obligations under Rule 30(b)(6) and I think</p> <p>10 it's -- I'm entitled to assume that those</p> <p>11 obligations have been met and that these</p> <p>12 answers are being given by the corporation,</p> <p>13 not just by this witness, and that</p> <p>14 therefore, the corporation is bound by the</p> <p>15 answers that this witness is giving.</p> <p>16 You don't have to agree or disagree</p> <p>17 with that. I simply want on the record</p> <p>18 that that's our position.</p> <p>19 BY MR. FRANK:</p> <p>20 Q. Has any product been marked with the</p> <p>21 number of the '966 patent, that is, with a</p> <p>22 reference to the '966 patent?</p> <p>23 A. I don't believe so.</p> <p>24 Q. What products did Voice Control Systems</p>
<p style="text-align: right;">Page 43</p> <p>1 to practice?</p> <p>2 A. I don't know.</p> <p>3 MR. FRANK: Off the record.</p> <p>4 (Off-the-record discussion held.)</p> <p>5 MR. FRANK: It's my view that ScanSoft</p> <p>6 has not complied with its obligations under</p> <p>7 Rule 30(b)(6) to make reasonable inquiry</p> <p>8 with respect to the topics as to which this</p> <p>9 witness was identified as the 30(b)(6)</p> <p>10 witness.</p> <p>11 And I request that ScanSoft either</p> <p>12 identify another witness or acknowledge</p> <p>13 expressly that the relevant knowledge with</p> <p>14 respect to the conception and reduction to</p> <p>15 practice of the invention of the '966</p> <p>16 patent does not exist within ScanSoft.</p> <p>17 MR. ASHER: Again, we'll attempt to</p> <p>18 answer your question and appreciate if you</p> <p>19 would send that in a letter.</p> <p>20 BY MR. FRANK:</p> <p>21 Q. What was the first product that</p> <p>22 embodied the invention of claim one of the '966</p> <p>23 patent?</p> <p>24 A. I don't know.</p>	<p style="text-align: right;">Page 45</p> <p>1 sell to anyone at any time which were covered</p> <p>2 by any of the claims of the '966 patent?</p> <p>3 MR. ASHER: Objection.</p> <p>4 THE DEPONENT: So I don't know the</p> <p>5 details of all of the historic Voice</p> <p>6 Control Systems' products. They certainly</p> <p>7 included dialing products built into phones</p> <p>8 and dialing products deployed in networks.</p> <p>9 I did not do the analysis to see whether</p> <p>10 those products embodied these claims.</p> <p>11 BY MR. FRANK:</p> <p>12 Q. Is ScanSoft presently aware of any</p> <p>13 product that Voice Control Systems sold that</p> <p>14 embodied the alleged invention of claim one of</p> <p>15 the -- of the '966 patent?</p> <p>16 A. No.</p> <p>17 Q. Has -- did Philips sell any product</p> <p>18 that embodied the invention of claim one of the</p> <p>19 '966 patent?</p> <p>20 A. Again, Philips had built various</p> <p>21 products that are in this general space of</p> <p>22 voice-activated dialing; whether those specific</p> <p>23 products embodied these claims, I don't know.</p> <p>24 Q. Did Voice Control Systems sell any</p>

12 (Pages 42 to 45)

# **Exhibit 8**

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

SCANSOFT, INC.,	)	
	)	
	)	
Plaintiff,	)	
	)	
v.	)	C.A. No. 04-10353-PBS
	)	
	)	
VOICE SIGNAL TECHNOLOGIES, INC.,	)	
LAURENCE S. GILLICK, ROBERT S.	)	
ROTH, JONATHAN P. YAMRON, and	)	
MANFRED G. GRABHERR,	)	
	)	
Defendants.	)	

To: Lee Carl Bromberg, Esq.  
Robert Asher, Esq.  
Julia Huston, Esq.  
Lisa M. Fleming, Esq.  
Jack C. Schechter, Esq.  
BROMBERG & SUNSTEIN LLP  
125 Summer Street  
Boston, MA 02110-1618

**NOTICE OF RULE 30(b)(6) DEPOSITION OF SCANSOFT, INC.**

Please take notice that, pursuant to Fed. R. Civ. P. 30(b)(6), defendant and counterclaim plaintiff Voice Signal Technologies, Inc. will take the deposition upon oral examination of plaintiff and counterclaim defendant ScanSoft, Inc. ("ScanSoft") on February 10, 2005 beginning at 10:00 a.m. The deposition shall be conducted at the offices of Choate, Hall & Stewart, 33<sup>rd</sup> Floor, Exchange Place, Boston, Massachusetts 02109, before an official authorized by law to administer oaths. The deposition shall be recorded by stenographic means and shall continue through the day until completed.

Please take further notice that, pursuant to Fed. R. Civ. P. 30(b)(6), ScanSoft shall designate to testify concerning each of the matters set forth in the attached **Schedule A** one or more of its officers, directors, managing agents or other persons who consent to testify on its behalf.

VOICE SIGNAL TECHNOLOGIES, INC.

By its attorneys,



Robert S. Frank, Jr. (BBO No. 177240)  
Sarah Chapin Columbia (BBO No. 550155)  
Paul D. Popeo (BBO No. 567727)  
Paul E. Bonanno (BBO No. 646838)  
CHOATE, HALL & STEWART  
Exchange Place  
53 State Street  
Boston, MA 02109  
(617) 248-5000

Dated: January 31, 2005  
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I HEREBY CERTIFY THAT A TRUE COPY OF  
THE ABOVE DOCUMENT WAS SERVED  
UPON THE ATTORNEY OF RECORD FOR  
EACH OTHER PARTY BY MAIL/HAND ON

DATE 1/31/05 SIGNATURE Paul Popeo



## **SCHEDULE A**

### **DEFINITIONS**

1. The definitions set forth in Local Rule 26.5(C) and in 35 U.S.C. § 100 are deemed incorporated herein by reference.
2. “And” and “or” shall, where the context permits, be construed to mean “and/or.”
3. “ScanSoft” or “plaintiff” refers to the plaintiff, ScanSoft, Inc., and to its officers, directors, employees, agents, attorneys, representatives, partners, corporate parents, subsidiaries, divisions, and/or affiliates, to the full extent set forth in Local Rule 26.5(C)(5).
4. “VCS” refers to Voice Control Systems, Inc., and to its officers, directors, employees, agents, attorneys, representatives, partners, corporate parents, subsidiaries, divisions, and/or affiliates, to the full extent set forth in Local Rule 26.5(C)(5).
5. “’966 patent” means United States Patent No. 6,501,966.

### **SUBJECT MATTERS OF DEPOSITION**

1. The timing of and the reasons for the closing of ScanSoft’s office (formerly VCS’s office) in Dallas, Texas, and the disposition of all documents that were stored or located within that office.
2. ScanSoft’s efforts to respond to Defendants’ First Set of Document Requests to Plaintiff served on May 26, 2004, including ScanSoft’s efforts to locate responsive documents.
3. The location or disposition of all VCS documents relating to the ’966 patent, or the conception, development, or reduction to practice of subject matter disclosed or claimed in the ’966 patent, or the public use, sale or offer for sale of any product or process described or claimed in the ’966 patent.

# **Exhibit 9**

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

SCANSOFT, INC.

Plaintiff,

v.

VOICE SIGNAL TECHNOLOGIES, INC.,  
LAURENCE S. GILICK, ROBERT S.  
ROTH, JONATHAN P. YAMRON, and  
MANFRED G. GRABHERR

Defendants.

Civil Action No. 04-10353 PBS

**OBJECTIONS TO SECOND NOTICE OF RULE 30(b)(6)  
DEPOSITION OF SCANSOFT, INC.**

Pursuant to the applicable Federal Rules of Civil Procedure and Local Rules, plaintiff ScanSoft, Inc. ("ScanSoft") responds and objects as follows to the Second Notice of Rule 30(b)(6) Deposition of ScanSoft, Inc. (the "Second Notice") and accompanying "Subject Matters for Deposition" served on ScanSoft by Voice Signal Technologies, Inc. ("VST") on February 1, 2005.

**GENERAL OBJECTIONS**

1. ScanSoft objects to the subject matters for deposition to the extent that they seek to impose discovery obligations beyond the scope of the applicable provisions of the Federal Rules of Civil Procedure.

2. ScanSoft objects to the subject matters for deposition to the extent that they seek information protected from discovery by the attorney-client privilege, the work product doctrine, Fed. R. Civ. P. 26(b), and any other applicable privilege or immunity.

3. ScanSoft objects to the subject matters for deposition to the extent that they are vague, ambiguous, overly broad, unduly burdensome, oppressive, unreasonably cumulative, duplicative, meant only to harass ScanSoft, irrelevant to the subject matter of this action, outside the scope of permissible discovery, and/or unlikely to lead to the discovery of admissible evidence.

4. ScanSoft objects to the subject matters for deposition to the extent that they attempt to require ScanSoft to disclose information not within ScanSoft's possession, custody, or control.

5. The preceding objections apply to all of the subjects for deposition listed in Schedule A of the Subpoena.

#### **SPECIFIC OBJECTIONS AND RESPONSES**

In response to the numbered paragraphs set forth in Schedule A of the Second Notice, ScanSoft hereby makes the following specific objections and designations:

1. ScanSoft designates Jeanne McCann to testify as to the facts currently known to ScanSoft regarding this subject matter for deposition.

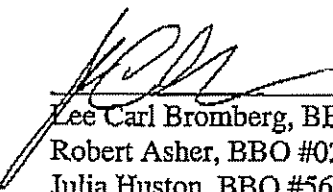
2. ScanSoft objects to this subject matter for deposition as inappropriate and seeking information protected by the attorney work product doctrine and/or attorney client privilege.

3. ScanSoft designates Jeanne McCann to testify as to the facts currently known to ScanSoft regarding this subject matter for deposition.

Dated: February 14, 2005

SCANSOFT, INC.,

By its attorneys,

  
\_\_\_\_\_  
Lee Carl Bromberg, BBO #058480

Robert Asher, BBO #022865

Julia Huston, BBO #562160

Lisa M. Fleming, BBO #546148

Jack C. Schecter, BBO #652349

BROMBERG & SUNSTEIN LLP

125 Summer Street

Boston, Massachusetts 02110-1618

(617) 443-9292

### CERTIFICATE OF SERVICE

I hereby certify that a copy of the above document was served upon counsel for the defendants, Paul Bonanno, Esq., Choate, Hall & Stewart, 53 State Street, Boston, MA 02109-2804 by facsimile on the above date.

  
\_\_\_\_\_  
Jack C. Schecter

02639/00509 364382.1



# **Exhibit 10**

125 SUMMER STREET BOSTON MA 02110-1618

T 617 443 9292 F 617 443 0004 WWW.BROMSUN.COM

BROMBERG & SUNSTEIN LLP

JACK C. SCHECTER  
T 617 443 9292 x281  
JSCHECTER@BROMSUN.COM

February 7, 2005

**VIA FACSIMILE**

Paul E. Bonanno, Esq.  
Choate, Hall & Stewart  
Exchange Place  
53 State Street  
Boston, MA 02109-2804

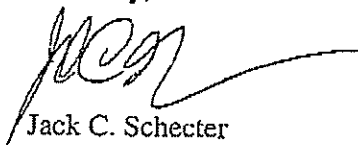
Re *ScanSoft, Inc. v. Voice Signal Technologies, Inc., et al.*, Docket No. 04-10353(PBS)  
Our File 2639/509

Dear Paul:

Enclosed, please find objections to the document subpoena, dated February 1, 2005, seeking the production of documents by Mr. Fadi Kaake.

As for the scheduling of Mr. Kaake's deposition, Mr. Kaake is traveling on February 14, 2005 and is therefore unavailable on that date. We are coordinating with Mr. Kaake and will propose an alternative date shortly.

Sincerely,



Jack C. Schecter

02639/00509 36272R.1

# **Exhibit 11**

123 SUMMER STREET BOSTON MA 02110-1618

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March 3, 2005

**VIA FACSIMILE AND FIRST CLASS MAIL**

Paul E. Bonanno, Esq.  
Choate, Hall & Stewart  
Exchange Place  
53 State Street  
Boston, MA 02109-2804

Re *ScanSoft, Inc. v. Voice Signal Technologies, Inc., et al.*, Docket No. 04-10353(PBS)  
Our File 2639/509

Dear Paul:

I write in response to your letter of February 25, 2005 regarding the Samsung VGA 1000 cell phone purchased by Michael Phillips and regarding the scheduling of depositions..

First, with respect to Mr. Phillips' VGA 1000 cell phone, ScanSoft is currently investigating whether any documents relating to Mr. Phillips' purchase of the VGA 1000 cell phone exist. To the extent such documents do exist and are non-privileged, they will be produced in response to Voice Signal's document request nos. 22, 23 and 27.

Second, ScanSoft is working with Mr. Kaake and Ms. McCann to determine their availability in response to Voice Signal's deposition notices. ScanSoft will work cooperatively with Voice Signal to make these witnesses available for deposition in conjunction with Voice Signal's reciprocal efforts to arrange dates certain for the depositions of the witnesses that ScanSoft has noticed, including Messrs. Gillick, Roth (Robert), Yamron, Grabherr, Pantzarr, Lazay, and Roth (Dan). Of course, in order to avoid having to recall the deponents, as ScanSoft will be forced to do with both Mr. Cohen and Voice Signal's Rule 30(b)(6) designee, the depositions of the individuals noticed by ScanSoft will have to be scheduled for dates following a full and complete response by Voice Signal to ScanSoft's document requests.

Paul Bonanno, Esq.  
Choate, Hall & Stewart  
March 3, 2005  
Page 2

Please let me know when Voice Signal will provide the discovery called for in ScanSoft's outstanding document requests and as required by the Court's Orders, and please provide suggested dates for the depositions noticed up to this point.

Sincerely,

A handwritten signature in black ink, appearing to read 'JCS', with a long horizontal flourish extending to the right.

Jack C. Schecter

02639/00509 368394.1